

EXHIBIT A

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IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

GREE, INC.,)
Plaintiff,) Civil Action No.
) 2:10-cv-00070-JRG-RSP
VS.) 2:19-cv-00071-JRG-RSP
)
SUPERCELL OY,)
Defendant)

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REMOTE ORAL AND VIDEOTAPED DEPOSITION OF
ANDREW SHEPPARD
MARCH 25, 2020

REMOTE ORAL AND VIDEOTAPED DEPOSITION OF ANDREW
SHEPPARD, produced as a witness at the instance of the
Defendant and duly sworn, was taken in the above styled
and numbered cause on Wednesday, March 25, 2020, from
9:21 a.m. to 4:04 p.m., before JANALYN ELKINS, CSR, in and
for the State of Texas, reported by computerized stenotype
machine, at the remote location of the court reporter, 101
Cove West, No. 102, Horseshoe Bay, Texas, pursuant to the
Federal Rules of Civil Procedure and any provisions stated
on the record herein.

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1	A P P E A R A N C E S	1	VIDEOGRAPHER: Good morning. We're on the
2		2	record at 9:19 a.m. on March 25, 2020. This is media
3	FOR THE PLAINTIFF:	3	unit No. 1 to the recorded deposition of Andrew Sheppard
4	TAYLOR LUDLAM (video teleconference)	4	in the matter of GREE, Inc. versus Supercell Oy filed in
5	KILPATRICK, TOWNSEND & STOCKTON, LLP	5	the United States District Court for the Eastern
6	4208 Six Forks Road, Suite 1400	6	District of Texas, Marshall division. The case number
7	Raleigh, North Carolina 27609	7	is 219-CV-00070-JRGRSP. This deposition is being held
8	Tel: (919) 420-1705 Fax: (919) 510-6141	8	remotely. My name is Peter Zierlein with Veritext, and
9	taludlam@kilpatricktownsend.com	9	the court reporter is Janalyn Elkins, also with
10		10	Veritext.
11	FOR THE DEFENDANT:	11	Will counsel please identify themselves for
12	MICHAEL J. SACKSTEDER (video teleconference)	12	the record. Afterwards the court reporter will swear in
13	JESSICA KAEMPF	13	the witness.
14	FENWICK & WEST, LLP	14	MR. SACKSTEDER: Michael Sacksteder of
15	555 California Street, 12th Floor	15	Fenwick & West on behalf of Supercell, and with me
16	San Francisco, California 94104	16	virtually is Jessica Kaempf also with Fenwick & West.
17	Tel: (415) 875-2450	17	MS. LUDLAM: Taylor Ludlam with Kilpatrick
18	msacksteder@fenwick.com	18	Townsend on behalf of GREE.
19		19	ANDREW JEREMY SHEPPARD,
20		20	having been duly sworn, testified as follows:
21		21	EXAMINATION
22		22	BY MR. SACKSTEDER:
23		23	Q. Good morning, Mr. Sheppard.
24		24	A. Good morning.
25		25	Q. Can you please tell me your name and spell it
	Page 2		Page 4
1	I N D E X	1	for the record?
2	PAGE	2	A. Yes. It's Andrew Jeremy Sheppard, A-N-D-R-E-W,
3		3	J-E-R-E-M-Y, S-H-E-P-P-A-R-D.
4	Appearances 2	4	Q. Have you had your deposition taken before?
5	ANDREW SHEPPARD	5	A. First time.
6	Examination by Mr. Sacksteder 4	6	Q. I'm sure you went through some -- some
7		7	instructions with your counsel, but just a few of them
8		8	since we're, you know, in an unusual circumstance for
9		9	taking the deposition today.
10	E X H I B I T S	10	I'm going to be asking you questions. You
11	NO. DESCRIPTION PAGE	11	will be answering them. If you don't understand my
12	Exhibit 32 Guardians of Haven 19	12	question, will you please let me know and so that I can
13	Exhibit 33 GIE Two-Year Retrospective 19	13	rephrase it. And if you answer without asking about
14	Exhibit 34 Sheppard 00000001 72	14	clarification, I'll assume that you understood what I
15	Exhibit 35 Bates No. 54073 95	15	asked you. Is that fair?
16	Exhibit 36 Bates No. 54074 95	16	A. Yes, understood.
17	Exhibit 37 Bates No. 1128 116	17	Q. You do understand that you're under oath today?
18	Exhibit 38 Bates No. 1129 133	18	A. Yes, definitely.
19	Exhibit 39 Bates No. 38168 139	19	Q. And is there any reason why you can't give
20	Exhibit 40 0-44 139	20	accurate testimony today?
21	Exhibit 41 0-46 139	21	A. Outside of any confidentiality agreements in
22	Exhibit 42 0-49 139	22	the past, that will be the only reason I could think of.
23	Exhibit 43 0-53 139	23	But I intend to give 100 percent true testimony.
24	Exhibit 44 Bates No. 0037262 146	24	Q. Where do you work?
25	Exhibit 45 Bates No. 40511 151	25	A. Right now I am self-employed through a few
	Exhibit 46 Bates No. 89024 153		
	Exhibit 47 Bates No. 37755 155		
	Exhibit 48 Bates No. 50884 159		
	Exhibit 49 Bates No. 37780 164		
	Exhibit 50 Bates No. 89054 169		
	Exhibit 51 Bates No. 89110 170		
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1 different entities. One is Cedarview Consulting, which
 2 has all my business consulting arrangements and then a
 3 number of real estate LLCs which contain investment
 4 properties.
 5 Q. But you worked for a couple of companies that
 6 were part of the corporate family of GREE, Incorporated;
 7 is that correct?
 8 A. Yes.
 9 Q. What companies in the GREE group have you
 10 worked for?
 11 A. GREE International, Inc. and GREE International
 12 Entertainment, Inc.
 13 Q. What is -- or was GREE International, Inc.?
 14 A. GREE International, Inc. was created by my
 15 predecessors. It was intended to focus on Western
 16 market expansion of the GREE business, GIE partner.
 17 Q. Does GREE International, Inc., exist?
 18 A. Not to my knowledge.
 19 Q. And what is GREE or was GREE International
 20 Entertainment, Inc.?
 21 A. GREE International Entertainment was an entity
 22 created to take over ownership of GREE International,
 23 Inc., or at least the ongoing operations after the
 24 original business was written off.
 25 Q. What is GREE Incorporated?

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1 A. GREE Incorporated is the Japanese parent
 2 company for, I guess, the family of entities under the
 3 GREE umbrella.
 4 VIDEOGRAPHER: Excuse me. Can we go off
 5 the record really quick? This is Peter, the
 6 videographer. I've just got to fix something really
 7 fast.
 8 MR. SACKSTEDER: Sure.
 9 VIDEOGRAPHER: Going off the record. The
 10 time is 9:24.
 11 (Discussion off the record.)
 12 VIDEOGRAPHER: Back on the record. The
 13 time is 9:44.
 14 Q. (BY MR. SACKSTEDER) Okay. What is GREE,
 15 Incorporated again?
 16 A. GREE Incorporated is the parent company for the
 17 family of GREE entities, based in Tokyo, Japan.
 18 Q. So were you employed by GREE International,
 19 Inc. when you first joined GREE?
 20 A. Yes.
 21 Q. When did you do that?
 22 A. I joined in August of 2014.
 23 Q. What was your job when you joined in August of
 24 2014?
 25 A. I was chief operating officer.

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1 Q. Did your job change at any time while you were
 2 at either GREE International, Inc. or GREE --
 3 A. Yes, I was promoted to chief executive officer
 4 and also appointed to the board of directors for GREE
 5 International, Inc.
 6 Q. Did you continue as chief executive officer
 7 when the transition was made to GREE International
 8 Entertainment?
 9 A. Yes. Although, I don't recall exact
 10 chronology.
 11 Q. To the best of your recollection, is that what
 12 happened?
 13 A. Yes.
 14 Q. And when, to the best of your recollection, was
 15 that change made from -- strike that.
 16 Will you understand if I refer to GREE
 17 International, Inc. as GII and GREE International
 18 Entertainment as GIE?
 19 A. Yes.
 20 Q. Approximately when did the transition occur
 21 from GII to GIE?
 22 A. It would have been late 2015 or early 2016.
 23 Q. What was the purpose of that change?
 24 A. There were -- there was a large amount of
 25 goodwill within GII that was under Japanese conference

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1 rules of being expensed making it hard for the
 2 subsidiary to be profitable on a JGAP basis. And so the
 3 intention of shutting down the GII entity was to release
 4 that goodwill and start fresh.
 5 Q. Are you referring to goodwill in accounting
 6 terms?
 7 A. Yes.
 8 Q. So it's -- it's kind of what's left over when
 9 you've counted all the more tangible assets; is that
 10 accurate?
 11 A. Yes.
 12 Q. All right. And the goodwill was being
 13 accounted for as an expense rather than something else?
 14 A. Correct.
 15 Q. Were there any other substantive changes that
 16 were made when GII changed to GIE?
 17 A. Not that I'm aware of.
 18 Q. What was the business of GII and GIE?
 19 A. The mandate was to create a, I would say,
 20 isolated or chartered, to use a technical term, smart
 21 phone, game development operation that could build
 22 market leading products for Western customers.
 23 Q. How long had GII existed when you joined the
 24 company?
 25 A. I believe four to five years. And I'm -- I

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3 (Pages 6 - 9)

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<p>1 didn't create the organization so I'm not positive of 2 the duration.</p> <p>3 Q. Okay. At the time that you joined GII, had GII 4 itself developed any games?</p> <p>5 A. They had. I was aware of a few in my role 6 prior to GII. I was aware of them watching a few 7 titles. And then they acquired a few titles as well.</p> <p>8 Q. What titles were developed by GII that you were 9 aware of?</p> <p>10 A. The only game I can recall was a zombie themed 11 role playing game, which I can't remember the name of, 12 which did not survive long in the marketplace. Yeah, 13 and then that's the original development.</p> <p>14 Q. Okay. And what games had been acquired?</p> <p>15 A. It was the suite of games that were developed 16 by Funzio as a start-up.</p> <p>17 Q. We have put in the introduced exhibit folder a 18 document that is a Mark Sheppard and a bunch of zeros 19 and then 17. Are you able to see that?</p> <p>20 A. I am.</p> <p>21 Q. Okay. And we will be calling that Exhibit 32 22 in this deposition.</p> <p>23 (Exhibit No. 32 was marked.)</p> <p>24 Q. (BY MR. SACKSTEDER) Can you take a look at 25 that document, Exhibit 32, and tell me what it is?</p> <p style="text-align: right;">Page 10</p>	<p>1 provided counsel on the outline of the presentation 2 before we built new slides. That's my preferred 3 operating approach. And then I was involved in the 4 presentations app on Google.</p> <p>5 Q. Why were you giving a presentation to Apple?</p> <p>6 A. The major mobile phone platform holders have 7 for all intents and purposes publishing teams that 8 manage the merchandising of games on their stores, their 9 app stores, and those teams will provide promotional 10 support for a game at launch and subsequently with 11 content updates and refreshes. And in order to earn 12 that privilege, you have to get them excited about the 13 game.</p> <p>14 Q. And you mentioned Guardians of Haven, and it 15 also references Guardians of Haven on the first page of 16 Exhibit 32. Can you tell me what Guardians of Haven is?</p> <p>17 A. Yes. That was the title I had lobbied to 18 Greenlight about a month of two after I joined in -- in 19 the realization of the concept. It was with the 20 culmination of a bunch of planning activities that led 21 to a national game being developed.</p> <p>22 Q. It was a game, right, the game being built?</p> <p>23 A. Yes.</p> <p>24 Q. Was Guardians of Haven ever released to the 25 public?</p> <p style="text-align: right;">Page 12</p>
<p>1 A. Okay. I'm downloading it now.</p> <p>2 MS. LUDLAM: Yeah, Michael, it says the 3 file is too large to be previewed.</p> <p>4 MR. SACKSTEDER: Okay.</p> <p>5 MS. LUDLAM: So I think he's doing what I'm 6 doing, which is downloading.</p> <p>7 THE WITNESS: I'll wait until everyone has 8 a copy. But I have 10 seconds.</p> <p>9 MR. SACKSTEDER: If you have a good 10 connection. It took me a long time.</p> <p>11 THE WITNESS: Yeah, one of the benefits.</p> <p>12 MS. LUDLAM: I've got it up.</p> <p>13 MR. SACKSTEDER: Do you have it?</p> <p>14 THE WITNESS: I do. Yes.</p> <p>15 Q. (BY MR. SACKSTEDER) Okay. Can you look 16 through -- are you able to scroll through the exhibit?</p> <p>17 A. I am.</p> <p>18 Q. Can you look through it and tell me what it is?</p> <p>19 A. Let me go through it. This is a presentation 20 that Guardians of Haven put together to very cleanly 21 communicate the story of GREE International to, in this 22 case, Apple.</p> <p>23 Q. Did you participate in the preparation of 24 Exhibit 32?</p> <p>25 A. I reviewed and approved it. I believe I also</p> <p style="text-align: right;">Page 11</p>	<p>1 A. It was released in beta, which means that it 2 was available without marketing support or very limited 3 marketing support in select markets and in select 4 languages, but it was never fully released.</p> <p>5 Q. What markets and languages was it released in?</p> <p>6 A. We had it in English because everyone that was 7 working on the game was English speaking. And I believe 8 we put it in Philippines, although that wasn't the best 9 market to beta in. I can't recall beyond that.</p> <p>10 Q. Was it possible to -- for anyone in the United 11 States to download and play Guardians of Haven at 12 anytime?</p> <p>13 MS. LUDLAM: Objection to form. Sorry.</p> <p>14 I'll try not to talk over you. Objection to form.</p> <p>15 THE WITNESS: Sorry. Yes, but it was 16 not -- you'd have to know the name of the game. And 17 they are always ways to work around geofencing.</p> <p>18 Q. You'd have to know the name of the game, did 19 you say?</p> <p>20 A. Yes.</p> <p>21 Q. All right. So -- so if I knew the name of the 22 game, Guardians of Haven, could I go to the app store 23 that Apple runs and download Guardians of Haven at 24 anytime?</p> <p>25 A. If -- if my recollection is correct and it was</p> <p style="text-align: right;">Page 13</p>

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<p>1 Q. And the article references a statement from 2 GREE about doing that, correct? 3 A. I see the statement. 4 Q. And the fourth paragraph of the article said 5 the statement from GREE describes this as, quote, 6 (Reading:) The starting point for decisive change in 7 GREE's global strategy for games with the company 8 shifting to a, quote, Japan-first-content strategy to 9 the plan being to launch games to its home territory and 10 then localize and distribute the most successful ones in 11 other markets around the world. 12 Did you understand that the decision to 13 close the Western operations was part of that Japan 14 first content strategy? 15 MS. LUDLAM: Objection to form. 16 THE WITNESS: I would say that describes 17 the operation reality of the business. I just recall I 18 recommended shutting down the business so... 19 Q. (BY MR. SACKSTEDER) I'm sorry. I wasn't able 20 to hear you. 21 A. Oh, yeah, since I initiated the idea of 22 shutting down the Western business, all that would 23 remain would be Japanese titles. 24 Q. Let's move on from that exhibit. The next 25 exhibit is Exhibit 51. It's Bates number 89110.</p> <p style="text-align: right;">Page 170</p>	<p>1 move? 2 MS. LUDLAM: Objection to form. 3 THE WITNESS: Yes and no. I mean, we 4 acquired the studio simultaneously, so it was more about 5 bringing the team in line with the market. The 6 Melbourne team was incredibly talented, very proud of 7 their work, especially given the time pressure they had. 8 And the team in San Francisco just was not able to 9 compete at that level. It did not have the experience. 10 Q. (BY MR. SACKSTEDER) Did you do anything to 11 prepare for your deposition? 12 A. I talked to Taylor, and I just learned about 13 the format and that was the extent of it. 14 Q. Did you talk to Ms. Ludlam virtually by video 15 conference or telephone? 16 MS. LUDLAM: I'm just going to object and 17 just be careful not to disclose any privileged 18 information. But you can otherwise answer. 19 Q. (BY MR. SACKSTEDER) Yeah. Let me make it 20 clear. I don't want you to tell me what you and 21 Ms. Ludlam discussed. 22 MS. LUDLAM: Thank you. 23 Q. (BY MR. SACKSTEDER) I'm just looking at the 24 mechanism you used to talk and later on I'll ask you 25 when it happened and how long, et cetera.</p> <p style="text-align: right;">Page 172</p>
<p>1 (Exhibit No. 51 was marked.) 2 Q. (BY MR. SACKSTEDER) And it, unfortunately, 3 needs to be rotated. 89110, Exhibit 51, is another 4 article about closing the San Francisco operation, 5 correct? 6 A. It looks like it, yes. 7 Q. And the reasons for closing the operation were 8 ones that you described previously, correct? 9 A. This one looks to be dated 2015, so I think it 10 refers to different set of e-mails. 11 Q. Oh, I see. Okay. So there was an earlier 12 decision to scale back some operations in San Francisco; 13 is that correct? 14 A. Yes. 15 Q. What happened there? 16 A. This was one of the hard decisions I had to 17 make when I joined. When I joined the office, there 18 were 400 FTEs, full-time equivalents, in San Francisco 19 that had been hired by the Funzio team. And as I 20 mentioned before, the Funzio management team had all 21 left. It was widely understood and recognized within 22 the business unit that that staffing was not aligned 23 with the market and was also incredibly expensive being 24 based in San Francisco. 25 Q. So was that decision primarily a cost-cutting</p> <p style="text-align: right;">Page 171</p>	<p>1 A. Gacha. Thank you. All right. Yes, we did use 2 media for this. 3 Q. How long did you speak to her? 4 A. I don't recall. 5 Q. Did you speak to anybody who currently works 6 for GREE in preparing for your deposition? 7 A. I did reach out to EJ Foreih and asked for 8 instruction to Taylor. But we didn't talk about 9 anything else. 10 Q. Who is the person you talked to? 11 A. EJ Foreih. I don't know if he's a GREE 12 employee or contractor. He was my old counsel at GREE. 13 And so I just reached out to him for direction 14 on what -- 15 MS. LUDLAM: Hold on. Hold on. Andrew, I 16 don't want you to -- Michael, EJ is an attorney for 17 GREE. So Andrew, just caution you not to disclose any 18 communications with EJ. 19 THE WITNESS: Okay. Apologies. 20 Q. (BY MR. SACKSTEDER) You got Ms. Ludlam's name 21 or you got her firm's name from EJ; is that correct? 22 A. That's correct. 23 MS. LUDLAM: I'm going to object to the 24 extent it calls for him to disclose privileged 25 communication.</p> <p style="text-align: right;">Page 173</p>

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<p>1 MR. SACKSTEDER: I don't want privileged 2 communications. 3 MS. LUDLAM: Great. I'm just trying to 4 tell you so you understand that that's the extent. 5 Q. (BY MR. SACKSTEDER) Can you answer the 6 question, sir? 7 A. I will take the advice of Counsel. 8 Q. Okay. You reached out to EJ from GREE, and you 9 ended up talking to Ms. Ludlam, correct? 10 A. Yes. 11 Q. Did EJ provide you any legal advice in your 12 conversation? 13 MS. LUDLAM: To be clear, I just -- don't 14 disclose any substance of conversations with your legal 15 counsel. But you can answer his question. 16 THE WITNESS: I accept that, counsel. 17 MS. LUDLAM: Okay. Good. 18 Q. (BY MR. SACKSTEDER) Did you talk to anybody 19 else at GREE? 20 A. No. 21 Q. Did you talk to anybody else anywhere about 22 your deposition? 23 A. No. 24 Q. Did you ever consider EJ to be your lawyer in 25 your conversations that preceded your deposition?</p> <p style="text-align: right;">Page 174</p>	<p>1 and I'll see if I have anything else. 2 VIDEOGRAPHER: Going off the record 3 at 3:54. 4 (Brief recess.) 5 VIDEOGRAPHER: Back on the record. The 6 time is 4:03. 7 MR. SACKSTEDER: I don't have anymore 8 questions. Thanks for your time. 9 MS. LUDLAM: We would just like to reserve 10 the right to review and sign and wanted to make sure the 11 transcript was marked confidential attorney's eyes only. 12 No objection. 13 VIDEOGRAPHER: This concludes the 14 deposition -- 15 THE REPORTER: Let me get this on the 16 record real quick. 17 Did you -- Ms. Ludlam, you want a copy of 18 the transcript? 19 MS. LUDLAM: Our paralegal submitted a 20 standing order during the course of this deposition. So 21 she has everything. 22 THE REPORTER: Perfect. 23 VIDEOGRAPHER: Concluding the deposition of 24 Andrew Sheppard. Going off the record. The time 25 is 4:04.</p> <p style="text-align: right;">Page 176</p>
<p>1 A. I don't want to be in violation of anything. 2 But -- so I won't answer, I guess. I don't know. I 3 don't know. 4 Q. Okay. 5 MS. LUDLAM: Michael. 6 Q. (BY MR. SACKSTEDER) Not trying to get anything 7 you're not supposed to give me. 8 A. Yeah. 9 Q. When you were -- and this is a yes-no question. 10 When you were preparing for your deposition, did you 11 review any documents including electronically? 12 A. I'll defer to counsel. 13 Q. I think you're allowed to answer yes or no on 14 that. 15 A. Yeah, I just want to be incredibly careful of 16 anything. I just want to be above the bar on everything 17 and I don't want to be entrapped or anything. 18 MS. LUDLAM: He's asking a yes or no 19 question so you can answer. 20 THE WITNESS: Yes. 21 Q. (BY MR. SACKSTEDER) Did any of the documents 22 you reviewed in preparing for your deposition refresh 23 your recollection about anything? 24 A. Not that I can recall. It's all so long ago. 25 MR. SACKSTEDER: Let's go off the record</p> <p style="text-align: right;">Page 175</p>	<p>1 (Proceedings concluded at 4:04 p.m.) 2 3 ACKNOWLEDGMENT OF DEPONENT 4 I, ANDREW SHEPPARD, do hereby certify that I 5 have read the foregoing pages and that the same is a 6 correct transcription of the answers given by me to the 7 questions therein propounded, except for the corrections 8 or changes in form or substance, if any, noted on the 9 attached errata page. 10 11 _____ 12 ANDREW SHEPPARD DATE 13 14 THE STATE OF TEXAS) 15) 16 COUNTY OF _____) 17 18 Before me, _____, on this day 19 personally appeared ANDREW SHEPPARD, known to me (or 20 proved to me under oath or through 21 (description of identity card or other document) to be 22 the person whose name is subscribed to the foregoing 23 instrument and acknowledged to me that they executed the 24 same for the purposes and consideration therein 25 expressed. 26 Given under my hand and seal of office this 27 day of _____, _____. 28 29 _____ 30 NOTARY PUBLIC IN AND FOR 31 THE STATE OF</p> <p style="text-align: right;">Page 177</p>

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1 REPORTER'S CERTIFICATION
 2 DEPOSITION OF ANDREW SHEPPARD
 3 TAKEN MARCH 25, 2020
 4 I, JANALYN ELKINS, Certified Shorthand
 5 Reporter in and for the State of Texas, hereby certify
 6 to the following:
 7 That the witness, ANDREW SHEPPARD, was duly
 8 sworn by the officer and that the transcript of the oral
 9 deposition is a true record of the testimony given by
 10 the witness;
 11 That the original deposition was delivered to
 12 TAYLOR LUDLAM / MICHAEL J. SACKSTEDER;
 13 That a copy of this certificate was served on
 14 all parties and/or the witness shown herein on
 15 _____.
 16 I further certify that pursuant to FRCP No.
 17 30(f)(i) that the signature of the deponent was
 18 requested by the deponent or a party before the
 19 completion of the deposition and that the signature is
 20 to be returned within 30 days from date of receipt of
 21 the transcript. If returned, the attached Changes and
 22 Signature Page contains any changes and the reasons
 23 therefor.
 24 I further certify that I am neither counsel
 25 for, related to, nor employed by any of the parties in
 the action in which this proceeding was taken, and

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1 further that I am not financially or otherwise
 2 interested in the outcome of the action.
 3 Certified to by me this 27th day of March 2020.
 4
 5
 6 <%signature%>
 7 JANALYN ELKINS
 8 Texas CSR 3631
 9 Expiration Date 12/31/2020
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